

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re:	:	Chapter 11
	:	
ZEN JV, LLC, <i>et al.</i> , ¹	:	Case No. 25-11195 (JKS)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	Docket Ref. No. 82, 110, 129, 186 & 246

**SECOND SUPPLEMENTAL NOTICE OF POSSIBLE
ASSUMPTION AND ASSIGNMENT OF CERTAIN
EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

PLEASE TAKE NOTICE that, on June 24, 2025 (“**Petition Date**”), the above-captioned debtors in possession (collectively, the “**Debtors**”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”), commencing the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”).

PLEASE TAKE FURTHER NOTICE that, on July 8, 2025, the Court entered an order [Docket No. 110] (the “**Bidding Procedures Order**”), (i) authorizing and approving bidding procedures (the “**Bidding Procedures**”)² in connection with one or more sales or dispositions (collectively, the “**Sale**”) of all or substantially all of the Debtors’ assets (the “**Assets**”), and (ii) approving procedures for the assumption and assignment of certain executory contracts and unexpired leases in connection with the Sale (the “**Assumption and Assignment Procedures**”) and approving the form and manner of notice thereof.

PLEASE TAKE FURTHER NOTICE that, on July 3, 2025, the Debtors filed a *Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases* [Docket No. 82] (the “**Initial Cure Notice**”).

PLEASE TAKE FURTHER NOTICE that, on July 14, 2025, the Debtors filed the *Amended Supplemental Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases* [Docket No. 129] (the “**Supplemental Cure Notice**”).

¹ The Debtors in these cases, along with the last four digits of each debtor’s federal tax identification number (to the extent applicable), are: Zen JV, LLC (0225); Monster Worldwide LLC (6555); FastWeb, LLC; Monster Government Solutions, LLC (5762); Camaro Acquisition, LLC; CareerBuilder, LLC (6495); CareerBuilder Government Solutions LLC (6426); Luceo Solutions, LLC (4426); CareerBuilder France Holding LLC (9339); and Military Advantage LLC (9508). The Debtors’ address is 200 N LaSalle Street #900, Chicago, IL 60601.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Bidding Procedures Order or the Bidding Procedures, as applicable.

PLEASE TAKE FURTHER NOTICE that, on July 28, 2025, the Court entered an order [Docket No. 235] approving the sale of the Debtors' Job Board Assets to BOLD Holdings LLC (including any permitted assignee, "**BOLD**").

PLEASE TAKE FURTHER NOTICE that, on July 28, 2025, the Court entered the order [Docket No. 236] approving the sale of the Debtors' Monster Government Assets to Sherrill-Lubinski, LLC and ETI-NET Inc. (Partner One Capital) (including any permitted assignee, "**Partner One**").

PLEASE TAKE FURTHER NOTICE that, on July 28, 2025, the Court entered the order [Docket No. 237] approving the sale of the Debtors' Monster Media Assets to Valnet US, Inc. (including any permitted assignee, "**Valnet**," and together with BOLD and Partners One, collectively, the "**Buyers**").

PLEASE TAKE FURTHER NOTICE that, on July 16, 2025, the Debtors filed the *Notice of Amendment to Contracts Schedule of Potentially Assigned Contracts* [Docket No. 186], and on July 29, 2025, the Debtors file the *Notice of Second Amendment to Contracts Schedule of Potentially Assigned Contracts* [Docket No. 246], amending certain Cure Costs and contract descriptions set forth in the Initial Cure Notice and the Supplemental Cure Notice, and removing certain Assigned Contracts from the Initial Cure Notice and the Supplemental Cure Notice.

PLEASE TAKE FURTHER NOTICE that, upon the closing of the Sale, the Debtors may assume and assign to the Buyers certain executory contracts and unexpired leases (the "**Potentially Assigned Contracts**"). A second supplemental schedule listing additional contracts and leases that may potentially be assumed and assigned as part of the Sale is attached hereto as **Exhibit 1** (the "**Contracts Schedule**") and may also be viewed free of charge on the Debtors' case information website, located at <https://omniagentsolutions.com/CareerBuilderMonster>, or can be requested by calling the Debtors' claims and noticing agent, Omni Agent Solutions, Inc., at (888) 841 – 0521 (US & Canada) or (818) 924 – 2298 (International).

PLEASE TAKE FURTHER NOTICE that, Cure Costs, if any, for the potential assumption and assignment of such contracts and leases are also set forth on the Contracts Schedule. If no Cure Cost is listed, the Cure Cost is \$0. Each Cure Cost listed on the Contracts Schedule represents all defaults of any nature of the Debtors arising under a contract or lease prior to the closing of the Sale or other applicable effective date of the assumption and assignment of such contract or lease, whether known or unknown, whether due or to become due, whether accrued, absolute, contingent or otherwise, so long as such liabilities arise out of or relate to events occurring prior to the closing of the Sale or other applicable effective date of the assumption and assignment of such contract or lease.

YOU ARE RECEIVING THIS NOTICE BECAUSE YOU HAVE BEEN IDENTIFIED AS A COUNTERPARTY TO A CONTRACT OR LEASE THAT MAY BE ASSUMED AND ASSIGNED AS PART OF THE SALE(S). Any time before the date that is one business day prior to the Sale Hearing, the Debtors reserve the right, and are authorized but not directed, to (i) add previously omitted Potentially Assigned Contracts to the Contracts

Schedule, (ii) remove Potentially Assigned Contracts from the Contracts Schedule, or (iii) modify the previously stated Cure Cost associated with any Potentially Assigned Contracts. ***The presence of a contract or lease listed on Exhibit 1 attached hereto does not constitute an admission that such contract or lease is an executory contract or unexpired lease or that such contract or lease will be assumed and assigned as part of any Sale. The Debtors reserve all of their rights, claims and causes of action with respect to the contracts and leases listed on Exhibit 1 attached hereto.***

Filing Objections

Pursuant to the Assumption and Assignment Procedures, objections to the proposed assumption and assignment of a contract or lease on any basis (other than objections related solely to adequate assurance of future performance by a Successful Bidder other than the Stalking Horse Bidder), including any objection relating to Cure Costs or adequate assurance of the Stalking Horse Bidder's future ability to perform, must (i) be in writing; (ii) state the basis for such objection; (iii) if such objection is to the Cure Cost, state with specificity what Cure Cost the counterparty believes is required (in all cases, with appropriate documentation in support thereof); and (iv) be filed with the Court and served **no later than August 11, 2025 at 4:00 p.m.** (prevailing Eastern Time) (the "**Contract Objection Deadline**") on the following parties (the "**Objection Notice Parties**"):

- a) proposed counsel to the Debtors, Latham & Watkins LLP, (i) 1271 Avenue of the Americas, New York, New York 10020, Attn: Ray C. Schrock (ray.schrock@lw.com) and Candace M. Arthur (candace.arthur@lw.com) and (ii) 330 North Wabash Avenue, Suite 2800 Chicago, IL 60611, Attn: Jonathan Gordon (jonathan.gordon@lw.com);
- b) proposed co-counsel to the Debtors, Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, DE 19801, Attn: Daniel J. DeFranceschi (defranceschi@rlf.com) and Zachary I. Shapiro (shapiro@rlf.com);
- c) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Linda J. Casey (Linda.Casey@usdoj.gov);
- d) counsel to the Official Committee of Unsecured Creditors, Cole Schotz P.C., (i) 500 Delaware Avenue, Suite 600, Wilmington, DE 19801, Attn: Justin Alberto (jalberto@coleschotz.com), Melissa Hartlipp (mhartlipp@coleschotz.com), and Elazar Kosman (ekosman@coleschotz.com); and (ii) 1325 Avenue of the Americas, 19th Floor, New York, NY 10019, Attn: Seth Van Aalten (svanaalten@coleschotz.com) and Sarah Carnes (scarnes@coleschotz.com);
- e) counsel to the DIP Lender: (i) Norton Rose Fulbright US LLP, 1301 Avenue of the Americas, New York, New York 10019, Attn: Robert M. Hirsh (robert.hirsh@nortonrosefulbright.com) and James Copeland (james.copeland@nortonrosefulbright.com) and (ii) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street Wilmington, Delaware 19801, Attn: Matthew Lunn, Esq. (mlunn@ycst.com) and Robert Poppiti (rpoppiti@ycst.com); and

f) counsel to the Buyers:

- i. counsel to Sherrill-Lubinski, LLC and ETI-NET Inc. (Partner One Capital): Foley & Lardner LLP,
1000 Louisiana Street, Suite 2000, Houston, TX 77002
Attn: John P. Melko (jmelko@foley.com)
500 Woodward Avenue, Suite 2700, Detroit, MI 48226
Attn: Jake William Gordon (jake.gordon@foley.com)
- ii. counsel to Valnet: Stoel Rives LLP,
760 SW Ninth Ave., Suite 3000, Portland, OR 97205,
Attn: Steven Boender (steven.boender@stoel.com),
Halley F. Shanley (halley.shanley@stoel.com), and
Brandon E. Lira (brandon.lira@stoel.com)
- iii. counsel to BOLD Holdings, LLC: Cooley LLP,
55 Hudson Yards, New York, NY 10001
Attn: Michael Klein (mklein@cooley.com)
Daniel Shamah (dshamah@cooley.com)
500 Boylston Street, 14th Floor, Boston, MA
Attn: Miguel J. Vega (mvega@cooley.com)
110 N Wacker Dr, Chicago, IL 60606
Attn: Ben Thomson (bthomson@cooley.com).

Consequences of Failing to Timely Assert an Objection

UNLESS YOU FILE AN OBJECTION TO THE CURE COST AND/OR THE ASSUMPTION OR ASSIGNMENT OF YOUR CONTRACT OR LEASE IN ACCORDANCE WITH THE INSTRUCTIONS AND DEADLINES SET FORTH HEREIN, YOU WILL BE (I) BARRED FROM OBJECTING TO THE CURE COST SET FORTH ON EXHIBIT 1, (II) ESTOPPED FROM ASSERTING OR CLAIMING ANY CURE COST AGAINST THE DEBTORS OR THE BUYERS THAT IS GREATER THAN THE CURE COST SET FORTH ON EXHIBIT 1, AND (III) DEEMED TO HAVE CONSENTED TO THE ASSUMPTION AND/OR ASSIGNMENT OF YOUR CONTRACT OR LEASE.

Obtaining Additional Information

Copies of the Bidding Procedures, the Bidding Procedures Order and all other documents filed with the Court, are available free of charge on the Debtors' case information website, located at <https://omniagentsolutions.com/CareerBuilderMonster>, or can be requested by calling the Debtors' claims and noticing agent, Omni Agent Solutions, Inc., at (888) 841 – 0521 (US & Canada) or (818) 924 – 2298 (International).

Adequate assurance of future performance information for the Buyers is available by contacting counsel to the applicable Buyer at:

- i. counsel to Sherrill-Lubinski, LLC and ETI-NET Inc. (Partner One Capital): Foley & Lardner LLP,
1000 Louisiana Street, Suite 2000, Houston, TX 77002
Attn: John P. Melko (jmelko@foley.com)
500 Woodward Avenue, Suite 2700, Detroit, MI 48226
Attn: Jake William Gordon (jake.gordon@foley.com)
- ii. counsel to Valnet: Stoel Rives LLP,
760 SW Ninth Ave., Suite 3000, Portland, OR 97205,
Attn: Steven Boender (steven.boender@stoel.com),
Halley F. Shanley (halley.shanley@stoel.com), and
Brandon E. Lira (brandon.lira@stoel.com)
- iii. counsel to BOLD Holdings, LLC: Cooley LLP
55 Hudson Yards, New York, NY 10001
Attn: Michael Klein (mklein@cooley.com)
Daniel Shamah (dshamah@cooley.com)
500 Boylston Street, 14th Floor, Boston, MA
Attn: Miguel J. Vega (mvega@cooley.com)
110 N Wacker Dr, Chicago, IL 60606
Attn: Ben Thomson (bthomson@cooley.com).

Dated: July 31, 2025
Wilmington, Delaware

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/s/ Huiqi Liu

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Proposed Co-Counsel for Debtors and Debtors in Possession